

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

Zosano Pharma Corporation,¹

Debtor.

Chapter 11

Case No. 22-10506 (JKS)

Objection Deadline: June 23, 2022 at 4:00 p.m. (ET)

Hearing Date: June 30, 2022 at 1:00 p.m. (ET)

**NOTICE OF MOTION OF THE DEBTOR FOR ENTRY OF
ORDERS (I) (A) APPROVING BID PROCEDURES FOR THE SALE OF
ASSETS OF THE DEBTOR, (B) ESTABLISHING PROCEDURES FOR THE
DEBTOR TO ENTER INTO A STALKING HORSE AGREEMENT WITH BID
PROTECTIONS, (C) APPROVING ALTERNATE LIQUIDATION SALES
CONDUCTED BY A SALE AGENT, (D) ESTABLISHING ASSUMPTION AND
ASSIGNMENT PROCEDURES, (E) ESTABLISHING NOTICE PROCEDURES, AND
(F) GRANTING RELATED RELIEF; AND (II) (A) AUTHORIZING THE SALE OF
ASSETS OF THE DEBTOR FREE AND CLEAR OF LIENS, CLAIMS,
ENCUMBRANCES, AND OTHER INTERESTS; (B) APPROVING THE
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS
AND UNEXPIRED LEASES; AND (C) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on June 9, 2022, the above-captioned debtor and debtor-in-possession (the “**Debtor**”) filed the *Motion of the Debtor for Entry of Orders (I) (A) Approving Bid Procedures for the Sale of Assets of the Debtor, (B) Establishing Procedures for the Debtor to Enter Into a Stalking Horse Agreement with Bid Protections, (C) Approving Alternate Liquidation Sales Conducted by a Sale Agent, (D) Establishing Assumption and Assignment Procedures, (E) Establishing Notice Procedures, and (F) Granting Related Relief; and (II) (A) Authorizing the Sale of Assets of the Debtor Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief* (the “**Bid Procedures Motion**”).²

PLEASE TAKE FURTHER NOTICE that any responses or objections related to entry of the Bid Procedures Order must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **JUNE 23, 2022 at 4:00 p.m. (prevailing Eastern Time)**, and served upon: (i) proposed counsel for the Debtor, Greenberg Traurig, LLP (Attn: Dennis A. Meloro (melorod@gtlaw.com), John D. Elrod (elrodj@gtlaw.com) and Ari Newman (newmanar@gtlaw.com)); (ii) counsel to any statutory

¹ The business address and the last four (4) digits of the Debtor’s federal tax identification number is Zosano Pharma Corporation, 34790 Ardentech Court, Fremont, California 94555 (8360).

² Capitalized terms used herein but otherwise not defined shall have the same meaning ascribed to such term in the Bid Procedures Motion.

committee appointed in the chapter 11 case; and (iii) the United States Trustee for the District of Delaware, 844 N. King Street, Room 2207, Wilmington, Delaware, Attn: Joseph F. Cudia (joseph.cudia@usdoj.gov).

PLEASE TAKE FURTHER NOTICE that a Zoom hearing with respect to entry of the Bid Procedures Order is scheduled for **JUNE 30, 2022 at 1:00 p.m. (EDT)** before the Honorable J. Kate Stickles, United States Bankruptcy Judge for the District of Delaware, 824 Market Street, 3rd Floor, Courtroom No. 7, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that copies of the Bid Procedures Motion and any other pleadings may be obtained free of charge through the website of the Debtor's claims and noticing agent at <http://www.kccllc.net/ZosanoPharma>.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION TO ENTRY OF THE BID PROCEDURES ORDER IS TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THEN THE COURT MAY ENTER THE BID PROCEDURES ORDER WITHOUT FURTHER NOTICE OR HEARING.

Dated: June 9, 2022

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

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*Proposed Counsel for the Debtor
and Debtor-in-Possession*

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